

USA Capital

First Trust Deed Investment

Borrower: Fiesta USA, LLC
The Borrower is a joint venture between Fiesta Development, and USA Investment Partners – an affiliate of USA Capital.

Loan Amount: \$10 million

Rate: 13.0% (net), payable monthly

Maturity: March 22, 2006

Collateral: First Deed of Trust on approximately 640 acres located in Riverside County – just east of Perris, California. The land is masterplanned for the development of approximately 2,300 residential units, schools, and commercial sites.

The Project: This property generally known as the Stoneridge Specific Plan is located in Riverside County, California between Nuevo Road and the Ramona Expressway just east of Perris, California and Lake Perris. The property has been farmed for many years, and most importantly already has an approved Specific Plan in place, which will significantly cut down on the California entitlement process.

The property is bordered on the north and south by two major access roads, and is in close proximity to Interstate 215, and employment centers being developed nearby at the former March Air Force base.

The Interstate 215 corridor has been one of the fastest growing areas in the country over the past few years as it leads California in job growth and housing affordability.

Use of Proceeds: The proceeds from this loan will be used to complete the acquisition of the property.

USA Capital
702-734-2400

Licensed by the State of Nevada Division of Mortgage Lending
USA Commercial Mortgage Company 4484 S. Pecos Rd, Las Vegas NV 89121

License #MB 333 10/21/2009

Money invested through a mortgage broker is not guaranteed to earn any interest or return and is not insured. Before investing investors must be provided applicable disclosure.

EXHIBIT B

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Loan-to-Value: Estimated at approximately 58% of the current value of the property.

Borrower Equity: Approximately \$4 million in equity has already been committed to the purchase of the property.

The Developers: The operating partners of the joint venture – Richard Ashby and Larry Redman – have been developing property in California for over 30 years including such areas as Southridge in Fontana, and Roripaugh Ranch in Temecula. This project is the second joint venture between USA Investment Partners and the principals of Fiesta Development.

Guarantees: Joe Milanowski, and Tom Hantges, the principals of USA Investment Partners, will guarantee the repayment of the loan.

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